

EXHIBIT 14

Form **990-PF**

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No. 1545-0047

2009Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2009, or tax year beginning

, and ending

0 Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.Otherwise,
print
or type.See Specific
Instructions

Name of foundation

HUBERFELD FAMILY FOUNDATION INC

Number and street (or P.O. box number if mail is not delivered to street address)

152 WEST 57TH STREET

Room/suite

City or town, state, and ZIP code

NEW YORK, NY 10019

A Employer identification number

13-4042543

B Telephone number

212-571-0500

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 50% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

K \$ 34239324. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (a), (b), and (c) may not necessarily equal the amounts in column (d).)

(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

Revenue

1 Contributions, gifts, grants, etc., received

2600000.

N/A

2 Check ☐ If the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

203572.

203572.

STATEMENT 1

4 Dividends and interest from securities

882788.

882788.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

-260237.

b Gross sales price for all assets on line 6a

817068.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less: Cost of goods sold

c Gross profit or (loss)

11 Other income

1318.

1318.

STATEMENT 3

12 Total. Add lines 1 through 11

3427441.

1087678.

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc.

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 4

3465.

0.

0.

c Other professional fees

17 Interest

18 Taxes

STMT 5

11788.

0.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 6

26424.

0.

0.

24 Total operating and administrative expenses. Add lines 13 through 23

41677.

0.

0.

25 Contributions, gifts, grants paid

2871517.

2871517.

26 Total expenses and disbursements. Add lines 24 and 25

2913194.

0.

2871517.

27 Subtract line 26 from line 12:

514247.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

1087678.

c Adjusted net income (if negative, enter -0-)

N/A

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form **990-PF** (2009)

1

11180713 758338 40457

2009.06010 HUBERFELD FAMILY FOUNDATION 40457 1

HFF000047

Form 990-PF (2009) HUBERFELD FAMILY FOUNDATION INC 13-4042543 Page 6

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(f).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|---|---|---------------------------------------|
| MURRAY HUBERFELD 15 MANOR LANE LAWRENCE, NY 11559 | PRESIDENT/DIRECTOR | 0.00 | 0. | 0. |
| SEYMOUR HUBERFELD 24 BRIARWOOD LANE LAWRENCE, NY 11559 | SECRTY/TREAS/DIRECTOR | 0.00 | 0. | 0. |
| RAE HUBERFELD 1409 EAST 24TH STREET BROOKLYN, NY 11210 | DIRECTOR | 0.00 | 0. | 0. |
| | | | | |
| | | | | |

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000

0

Form 990-PF (2009)

HUBERFELD FAMILY FOUNDATION INC

13-4042543

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE | AMOUNT |
|--|---------|
| METROPOLITAN NATIONAL BANK | 29960. |
| SIGNATURE BANK | 85062. |
| VALLEY NATIONAL BANK | 25042. |
| WACHOVIA BANK | 63508. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 203572. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|----------------------------------|--------------|----------------------------|----------------------|
| AARON ELBOGEN TRUST | 43750. | 0. | 43750. |
| EXCELL FINANCIAL CORP | 273750. | 0. | 273750. |
| KIMMEL & KIMMEL | 376688. | 0. | 376688. |
| NORMAN SEIDENFELD | 5000. | 0. | 5000. |
| PIPER RUDNICK | 183600. | 0. | 183600. |
| TOTAL TO FM 990-PF, PART I, LN 4 | 882788. | 0. | 882788. |

FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|---------------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| 57TH ST PARTNERS | 1318. | 1318. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 1318. | 1318. | |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

FORM 990-PF OTHER NOTES AND LOANS REPORTED SEPARATELY STATEMENT 7

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|-------------------------------|---------------|---------------------------|------------------------------|----------------------|
| KAREN KATZ | | | 600/MO. | 6.00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 03/29/00 | 05/29/04 | 30000. | | 0. |
| SECURITY PROVIDED BY BORROWER | | PURPOSE OF LOAN | | |
| NONE | | ASSIST INDIVIDUAL IN NEED | | |
| RELATIONSHIP OF BORROWER | | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
| NONE | | 0. | 0. | 0. |

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|-------------------------------|---------------|-------------------------------|------------------------------|----------------------|
| CHABAD OF CUPATURO | | | 556/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 10/19/04 | 10/19/07 | 20000. | | 0. |
| SECURITY PROVIDED BY BORROWER | | PURPOSE OF LOAN | | |
| NONE | | ASSIST RELIGIOUS ORGANIZATION | | |
| RELATIONSHIP OF BORROWER | | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
| NONE | | 0. | 0. | 0. |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE | |
|-------------------------------|---------------|----------------------|------------------------------|-------------------------|-------------|
| MORTGAGES RECEIVABLE | | | VARIOUS | 12.00% | |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION | |
| VARIOUS | VARIOUS | 6210000. | REAL ESTATE MORTGAGES | 0. | |
| SECURITY PROVIDED BY BORROWER | | | PURPOSE OF LOAN | | |
| REAL ESTATE MORTGAGE | | | INVESTMENT | | |
| RELATIONSHIP OF BORROWER | | | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
| NONE | | | 6460000. | 0. | 6460000. |

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE | |
|-------------------------------------|---------------|----------------------|-------------------------------|-------------------------|-------------|
| AMERICAN FRIENDS OF CHESED L'ORCHIM | | | 4000/MO | .00% | |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION | |
| 12/14/05 | 12/14/10 | 160000. | | 0. | |
| SECURITY PROVIDED BY BORROWER | | | PURPOSE OF LOAN | | |
| NONE | | | ASSIST RELIGIOUS ORGANIZATION | | |
| RELATIONSHIP OF BORROWER | | | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
| NONE | | | 80400. | 0. | 80400. |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE | |
|-------------------------------|---------------|----------------------|------------------------------|-------------------------|-------------|
| EXCELL FINANCIAL CORP | | | AT MATURITY | 9.00% | |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION | |
| 05/09/07 | 08/15/08 | 3000000. | | 0. | |
| SECURITY PROVIDED BY BORROWER | | | PURPOSE OF LOAN | | |
| CORP & PERSONAL GUARANTIES | | | INVESTMENT | | |
| RELATIONSHIP OF BORROWER | | | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
| NONE | | | 3000000. | 0. | 3000000. |

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE | |
|-------------------------------|---------------|----------------------|------------------------------|-------------------------|-------------|
| IRWIN GOLDSTEIN | | | 700/MO | .00% | |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION | |
| 05/22/07 | | 18500. | | 0. | |
| SECURITY PROVIDED BY BORROWER | | | PURPOSE OF LOAN | | |
| PERSONAL GUARANTY | | | HELP NEEDY INDIVIDUAL | | |
| RELATIONSHIP OF BORROWER | | | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
| NONE | | | 3647. | 0. | 3647. |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|-----------------|---------------|----------------------|------------------------------|----------------------|
| WILLIAM LIPMAN | | | 500/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 12/31/07 | 02/03/10 | 12000. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|-------------------------------|-----------------------|
| PERSONAL GUARANTY | HELP NEEDY INDIVIDUAL |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 4500. | 0. | 4500. |

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|-----------------|---------------|----------------------|------------------------------|----------------------|
| RETURN SHUVU | | | 15000/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 04/16/08 | 03/03/09 | 150000. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|-------------------------------|-------------------------------|
| NONE | ASSIST RELIGIOUS ORGANIZATION |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 0. | 0. | 0. |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|----------------------|---------------|----------------------|------------------------------|----------------------|
| YESHIVA DACHEI TORAH | | | 13889/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 06/30/08 | 01/10/10 | 250000. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|-------------------------------|-------------------------------|
| NONE | ASSIST RELIGIOUS ORGANIZATION |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 13887. | 0. | 13887. |

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|--------------------|---------------|----------------------|------------------------------|----------------------|
| NAFTALI FEIGENBAUM | | | 500/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 11/03/08 | 09/03/09 | 5000. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|-------------------------------|-----------------------|
| NONE | HELP NEEDY INDIVIDUAL |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 1300. | 0. | 1300. |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|----------------------|---------------|----------------------|------------------------------|----------------------|
| TRISTATE PODIATRY PC | | | 2222/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 01/07/08 | 12/07/08 | 20000. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|-------------------------------|-----------------------|
| NONE | HELP NEEDY INDIVIDUAL |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 13333. | 0. | 13333. |

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|-------------------------------|---------------|----------------------|------------------------------|----------------------|
| YESHIVA KETANA OF LONG ISLAND | | | 10000/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 01/16/08 | 07/16/09 | 100000. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|-------------------------------|--------------------------------|
| NONE | ASSIST EDUCATIONAL INSTITUTION |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 70000. | 0. | 70000. |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|-------------------------------|---------------|----------------------|------------------------------|----------------------|
| YESHIVA KETANA OF LONG ISLAND | | | 10000/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 08/14/08 | 05/16/10 | 100000. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|-------------------------------|--------------------------------|
| NONE | ASSIST EDUCATIONAL INSTITUTION |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 100000. | 0. | 100000. |

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|-----------------|---------------|----------------------|------------------------------|----------------------|
| SAMUEL REICH | | | 1666/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 12/24/08 | 01/24/09 | 5018. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|-------------------------------|---------------------------|
| PERSONAL GUARANTY | ASSIST INDIVIDUAL IN NEED |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 0. | 0. | 0. |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|-------------------------------|---------------|----------------------|------------------------------|-------------------------|
| D. REIS | | | LUMP SUM | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 12/01/08 | 12/01/09 | 25000. | | 0. |
| SECURITY PROVIDED BY BORROWER | | | PURPOSE OF LOAN | |
| PERSONAL GUARANTY | | | ASSIST INDIVIDUAL IN NEED | |
| RELATIONSHIP OF BORROWER | | | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE |
| NONE | | | 25000. | 0. |
| | | | | FMV OF LOAN |
| | | | | 25000. |

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|-------------------------------|---------------|----------------------|--------------------------------|-------------------------|
| TIFERET MORDECHAI | | | 4167/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 03/04/09 | 03/04/11 | 100000. | | 0. |
| SECURITY PROVIDED BY BORROWER | | | PURPOSE OF LOAN | |
| NONE | | | ASSIST EDUCATIONAL INSTITUTION | |
| RELATIONSHIP OF BORROWER | | | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE |
| NONE | | | 62500. | 0. |
| | | | | FMV OF LOAN |
| | | | | 62500. |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|---------------------------------|---------------|----------------------|------------------------------|----------------------|
| AARON ELBOGEN IRREVOCABLE TRUST | | | LUMP SUM | 7.00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 09/08/09 | 09/08/10 | 2500000. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|---------------------------------|-----------------|
| INVESTMENTS IN TWO PARTNERSHIPS | INVESTMENT |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 2500000. | 0. | 2500000. |

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|------------------|---------------|----------------------|------------------------------|----------------------|
| SABSY YOSELOVSKY | | | 500/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 08/18/09 | 12/18/12 | 20000. | | 0. |

| SECURITY PROVIDED BY BORROWER | PURPOSE OF LOAN |
|-------------------------------|-----------------------|
| PERSONAL GUARANTY | HELP NEEDY INDIVIDUAL |

| RELATIONSHIP OF BORROWER | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
|--------------------------|-------------|-------------------------|-------------|
| NONE | 18000. | 0. | 18000. |

HUBERFELD FAMILY FOUNDATION INC

13-4042543

| BORROWER'S NAME | | | TERMS OF REPAYMENT | INTEREST RATE |
|---------------------------------------|---------------|--------------------------------|------------------------------|----------------------|
| YESHIVA KETANA OF LONG ISLAND | | | 15000/MO | .00% |
| DATE OF NOTE | MATURITY DATE | ORIGINAL LOAN AMOUNT | DESCRIPTION OF CONSIDERATION | FMV OF CONSIDERATION |
| 06/22/09 | 06/22/10 | 690000. | | 0. |
| SECURITY PROVIDED BY BORROWER | | PURPOSE OF LOAN | | |
| NONE | | ASSIST EDUCATIONAL INSTITUTION | | |
| RELATIONSHIP OF BORROWER | | BALANCE DUE | DOUBTFUL ACCT ALLOWANCE | FMV OF LOAN |
| NONE | | 175000. | 0. | 175000. |
| TOTAL TO FORM 990-PF, PART II, LINE 7 | | 12527567. | 0. | 12527567. |

| | | | |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE STOCK | STATEMENT | 8 |
|-------------|-----------------|-----------|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|------------|-------------------|
| PLATINUM PARTNERS VALUE ARBITRAGE (INTERNATIONAL) LTD | 3764144. | 11254152. |
| MENGOLD RESOURCES INC | 306469. | 47832. |
| TINTIC GOLD MINES | 58000. | 9280. |
| GREY2 OFFSHORE FUND LTD | 54069. | 54681. |
| PLATINUM LIQUID OPPORTUNITY FUND LTD | 868625. | 1025339. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 5051307. | 12391284. |

| | | | |
|-------------|--------------|-----------|---|
| FORM 990-PF | OTHER ASSETS | STATEMENT | 9 |
|-------------|--------------|-----------|---|

| DESCRIPTION | BEGINNING OF YR BOOK VALUE | END OF YEAR BOOK VALUE | FAIR MARKET VALUE |
|---|----------------------------|------------------------|-------------------|
| SUSPENSE | 4004. | 672. | 0. |
| ATTORNEY'S ESCROW ACCOUNT | 123150. | 91900. | 91900. |
| DUE FROM BROKER | 2844. | 0. | 0. |
| DUE FROM PLATINUM LIQUID OPPORTUNITY FUND | 0. | 155076. | 155076. |
| TO FORM 990-PF, PART II, LINE 15 | 129998. | 247648. | 246976. |